

Patrick J. Neligan, Jr.
State Bar. No. 14866000
Douglas J. Buncher
State Bar No. 03342700
John D. Gaither
State Bar No. 24055516
NELIGAN LLP
325 North St. Paul, Suite 3600
Dallas, Texas 75201
Telephone: 214-840-5333
Facsimile: 214-840-5301
pneligan@neliganlaw.com
dbuncher@neliganlaw.com
jgaither@neliganlaw.com

PROPOSED COUNSEL FOR DEBTORS

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE:	§	CHAPTER 11
	§	
NATIONAL RIFLE ASSOCIATION OF AMERICA and SEA GIRT LLC	§	CASE NO. 21-30085-hdh11
	§	
DEBTORS¹	§	JOINTLY ADMINISTERED

**DEBTORS' RESPONSE IN SUPPORT OF MMP'S MOTION FOR AN ORDER
REQUIRING THE UNITED STATES TRUSTEE TO RECONSTITUTE THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

The National Rifle Association of America (the "NRA") and Sea Girt LLC ("Sea Girt") (collectively, the "Debtors") file this response in support of MMP's Motion for an Order Requiring the United States Trustee to Reconstitute the Official Committee of Unsecured Creditors (the "Motion") [Docket No. 164], and state as follows:

1. As MMP correctly observes in the Motion, Congress has dictated that creditors' committees "shall ordinarily consist of the persons, willing to serve, that hold the seven largest

¹ The last four digits of the Debtors' taxpayer identification numbers are: 6130 (NRA) and 5681 (Sea Girt). The Debtors' mailing address is 11250 Waples Mill Road, Fairfax, Virginia 22030.

claims against the debtor” 11 U.S.C. § 1102(b)(1). Despite this clear Congressional mandate, the Office of the United States Trustee (“UST”) appointed a creditors’ committee (the “Committee”) in this case that intentionally excludes several of the “persons, willing to serve, that hold the seven largest claims against the debtor,” including MMP and the other creditors identified in the Motion. To date, the UST has refused to provide the Debtors and interested creditors with any justification for its departure from the ordinary statutory requirements for the appointment of a committee.

2. The UST’s appointment of a five member Committee in this case was not a result of lack of creditor interest. Indeed, the UST acknowledges that 15 parties expressed a willingness to serve on the Committee. Likewise, the Debtors have fielded inquiries from numerous parties that expressed interest in serving on the Committee.

3. Rather than justify its departure from what is “ordinarily” required under Section 1102(b)(1), the UST devotes the majority of its response to the Motion to defending its appointment of a Committee controlled by non-trade creditors and arguing that the Court lacks authority to reconstitute the Committee. Given the volume of trade debt and number of trade creditors, the broad interest by creditors willing to serve on the Committee, and the UST’s failure to articulate any reasoned basis for departing from what is “ordinarily” required, the Debtors submit that a seven-member Committee is appropriate in this case. Accordingly, the Debtors support the relief requested in the Motion.

Dated: February 23, 2021

Respectfully submitted,

/s/ Patrick J. Neligan, Jr.

Patrick J. Neligan, Jr.

Texas Bar No. 14866000

pneligan@neliganlaw.com

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State Bar No. 03342700

dbuncher@neliganlaw.com

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Texas Bar No. 24055516

jgaither@neliganlaw.com

NELIGAN LLP

325 N. St. Paul, Suite 3600

Dallas, Texas 75201

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Facsimile: (214) 840-5301

PROPOSED COUNSEL FOR THE DEBTORS

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on the 23rd day of February 2021 a true and correct copy of the foregoing was served electronically via this Court's CM/ECF notification system.

/s/ John D. Gaither

John D. Gaither